

1 E-FILED 10/14/09
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10 UNITED STATES DISTRICT COURT
11 NORTHERN DISTRICT OF CALIFORNIA
12 (SAN JOSE DIVISION)

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14 IN RE LEVI STRAUSS & CO.
15 SECURITIES LITIGATION

16 No. C-03-05605 RMW (HRL)

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18 **PROPOSED ORDER APPROVING DISTRIBUTION OF NET SETTLEMENT FUND**

19 Plaintiffs, the Policemen and Firemen Retirement System of the City of Detroit and
20 Muzinich & Co., Inc., moved this Court for an Order approving a distribution plan for the Net
Settlement Fund, and the Court having considered all materials and argument submitted in
support of the motion, including the memorandum in support, the Declaration Of Jennifer M.
Keough Regarding Distribution Of The Net Settlement Fund (“Keough Declaration”), and the
Declaration of Timothy A. DeLange In Support Of Motion To Distribute The Settlement Fund
("DeLange Decl."), submitted therewith;

21 NOW, THEREFORE, IT IS HEREBY ORDERED:

22 1. The administrative recommendations to accept Claims, including the Claims filed
23 after the November 7, 2008 deadline (“Late Claims”) but before the date of the Keough
24 Declaration, and to reject wholly ineligible or otherwise deficient Claims, as recommended by
25 the Claims Administrator, The Garden City Group, Inc., as stated in the Keough Declaration, are
26 adopted;

1 2. Distribution of the Net Settlement Fund (after deduction for the payments for
2 accrued and anticipated expenses and taxes as authorized by the Stipulation or the Court) to the
3 Authorized Claimants pursuant to the Court-approved Plan of Allocation is directed;

4 3. The distribution drafts may state that the distribution check must be cashed within
5 120 days;

6 4. The recommended plan for the remaining funds following distribution is adopted
7 as follows:

8 a. If GCG and Lead Counsel determine that it is cost-effective, not less than
9 six months after the distribution, a further distribution of the Net Settlement Fund
10 should be conducted, pursuant to which all funds from undeliverable, uncashed,
11 or returned checks, after payment to any Claimants who validly contest and
12 support the amount they deserve and payment of any unpaid costs or fees incurred
13 or to be incurred in connection with administering the Net Settlement Fund, shall
14 be distributed to Authorized Claimants who cashed their distribution checks and
who would receive at least \$25 in such further distribution based on their
Recognized Loss, with additional redistributions thereafter in six-month intervals
until GCG and Lead Counsel determine that further redistribution is not cost-
effective; and

15 b. At such time as GCG and Lead Counsel determine that further
16 redistribution is not cost-effective, donation of the balance of the Net Settlement
17 Fund, after payment of any unpaid costs or fees associated in connection with
administering the Net Settlement Fund, to non-sectarian, not-for-profit, 501(c)(3)
organization(s) designated by Lead Counsel.

19 5. Class Members are barred from making any further claim against the Net
20 Settlement Fund;

21 6. Destruction of paper copies of the Claim Forms and electronic copies of Claims
records one and three years after final distribution, respectively, is authorized;

23 7. Payment from the Settlement Fund in the total amount of \$204,249.17 for
expenses incurred in connection with the creation of the plan of allocation for distribution of the
25 settlement funds, and the claims administration process, is authorized; and

26 8. This Court retains jurisdiction to consider any further applications concerning the
administration of the Settlement, and any such other and further relief as this Court deems
28 appropriate.

1 IT IS SO ORDERED.
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3 DATED: 10/14/09
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THE HONORABLE RONALD M. WHYTE
United States District Court Judge